

**Buick Club of America
Board of Directors Meeting Minutes
1998 BCA National Meet
Danvers, Massachusetts**

1. Call to order:

The July 12th, 1998 meeting of the Board of Directors (hereinafter the Board) was called to order at 9:10 AM by President Eichelberger. Bill Schoening served as recorder.

President Eichelberger introduced the Board, the officers and the new Board members to the audience. He expressed his thanks on behalf of the Board and membership to the Minuteman Chapter for an excellent National Meet.

2. Call to the Audience:

John Gudaitus gave a presentation advocating the formation of a Performance Division of the BCA. He asked the Board for some type of support in terms of a letter stating this Division, if formed, would be supported by the BCA. He gave some of the historical information pertinent to the issue. Mac Blair expressed some concerns pertaining to how a Performance Division might set up their judging process.

Resolved: The BCA Board of Directors will positively embrace a petition if one is presented to form a Performance Division consistent with the provisions of the Bylaws and SOP No. 5. Further Resolved: The President is to communicate the Board's expression of support for a Performance Division to John Gudaitus.

Motion by Anderson

Second by Vasilow

Vote: 8 approve 0 against

John Bell asked if the BCA could have a class similar to the AACA's HPOF class (Historic Preservation of Original Features). This is for cars which have maintained significant original, unrestored features. Mac Blair said he is in the process of developing this type of class.

Resolved: A committee consisting of Dick Schoppe, Mac Blair, Rick Schick, and Bill Schoening is appointed to develop a judging class as part of National and Regional Meets for original unrestored cars.

Motion by Dunham

Second by Anderson

Vote: 8 approve 0 against

Mac Blair would like to have a display on Sunday at future National Meets, of all the cars that were winners of Gold and Senior awards. In the discussions it was noted that might be a travel problem for some people who need to leave. This was tried in Florida Regional and did work very well.

Resolved: A committee consisting of Mac Blair, Rich Gibbs, Dick Schoppe, and Roberta Vasilow, is appointed to explore the possibility of displaying Senior and Gold Award winning cars on Sunday of the National Meet.

Motion by Vasilow

Second by Schoening

Vote: 8 approve 0 against

John Bell asked if the BCA would consider membership for Junior Members. Ron DeGroff noted he is chairing a committee formed to develop ways in which younger members can participate more actively in the BCA.

3. Minutes Corrections:

Resolved: To accept the minutes as presented

Motion by Vasilow

Second by Anderson

Vote: 7 Approve 0 Against 1 Abstain

4. Procedural Matters:

1. Standard Operating Procedure #18 Hosting a Board of Directors Meeting

Resolved: To approve SOP #18 as presented. See Appendix 1

Motion by DeGroff

Second by Dunham

Vote: 8 Approve 0 Against

2. Bylaw Amendment, Article IX, Section 5

This section of the Bylaws was modified in 1991. Minutes from board meetings in 1991 were reviewed and supported the position that the following change was, in fact done at that time, and that the Bylaws since that time had been printed incorrectly.

Resolved: To direct the editor to correct the Bylaws Article IX, Section 5 to reflect the changes made in 1991 with the corrected version to be printed in the next Roster.

Motion by Schoppe

Second by Dunham

Vote: 8 Approve 0 Against

3. Proxies:

Anderson reported that under California Law, the use of proxies for Board members who can not attend meeting, is not legal.

Resolved: SOP #9, Board Member Voting Proxies is to be declared null and void effective immediately.

Motion by Anderson

Second by Dunham

Discussion:

Doug Buchanan, an attorney, noted we must follow the law and remove this SOP. Some Board members felt that the BCA's non-compliance with California Law was not be a problem and as such did not wish to see this change made. Doug and other board members again noted that the BCA must follow the law. Policy and Procedures Chairman Bill Biche supported the removal of SOP number 9.

Vote: 6 Approve 2 Against

4. Publication of financial data:

Bill Anderson and Joel Gauthier are finishing the financial data for publication in the October issue of the Bugle. To meet the requirements of California Law, the financial data for each fiscal year must be published no later than the November Bugle of the same fiscal year. During discussions, it was agreed that Editor Koch will work closely with Treasurer Anderson and Accountant Gauthier to ensure that the financial data is published in the appropriate format in the October or November Bugle. To ensure that the financial report printed in the Bugle meets the standards of professional financial reporting, the editor is to provide both Anderson and Gauthier proof copies of the article and incorporate any changes requested by the Treasurer and/or the accountant into the published version of the article. Board member Dunham expressed his complete agreement with the importance of publishing BCA financial data in the Bugle, and the importance of adhering to the legal requirement to do so, as it was a subject and a concept he had supported during his entire term on the Board.

Dick Schoppe asked if we could have a SOP on the publication of financial data. Anderson said a committee is in place to do this now. The members are Joel Gauthier, Bill Anderson, and Bill Biche.

5. The GEN information:

Treasurer Anderson reported the General Exemption Number approval by the IRS had resulted in a request for additional information from the participating Chapters. The Chapters have been requested to supply this information; in the interim the application is being held by the IRS.

6. Advertising Representative:

Bill Anderson reported that several people had applied for the position of Advertising Representative for the Buick *Bugle*. He had discussed the position with each and obtained statements of interest and qualifications from those interested in being considered. Based on his review of these statements, he recommends that James E. Cain be retained.

Resolved: The Advertising Representative contract will be negotiated by the President and approved by the Board and the Editor before signing by the President

Motion by Anderson
Second by Derbin

Discussion: The writing of the contract is of some concern to Chuck Koch. Ed Ingram suggested that the contract be given to all Board members for comments and a specific "drop dead" date be given before the President signs it. There were concerns about if we need this as well as will this reduce the articles in favor of more ads in the Bugle. Chuck said with more advertising in the Bugle, he will have more funds to work with and can increase the content. It was noted that the advertising rates are the same as all other clubs.

Vote: 8 Approve 0 Against

4: Treasurer's Report:

Treasurer Anderson noted that the Treasurer's Report was essentially the same as presented at the General Membership Meeting. Thus, no additional comments were made at this time.

Note: Director Derbin had to leave the meeting at this time in order to catch her plane. Thus, until the new board was seated, only seven board members were present to vote on the remaining issues.

Resolved: To approve the Treasurer's report as presented at the General Membership Meeting.

Motion by Dunham
Second by Schoppe

Vote: 7 Approve 0 Against

5. 1998-99 Budget:

Resolved: To accept the 1998-99 Budget as presented by Bill Anderson.

Motion by Schoening
Second by Anderson

Vote: 7 Approve 0 Against

Dues increase.

Resolved: Director Bury presented a proposal to increase BCA Dues and introduced a motion to adopt his proposal.

Motion by Bury

Second (for discussion) by Schoppe

Discussion: Val stated she had few sales from the price increases of stockroom items which Treasurer Anderson raised more than a year ago. Anderson stated that at present we have a number of things going on to help raise our "cash". He felt this needs to go out to the membership before any action is taken on this. Ed Ingram mentioned that such a dues increase may harm our efforts to recruit younger members. Al Eichelberger noted that over the past year, Treasurer Anderson had spearheaded many revenue generating projects, such as the BCA Store and that as those projects came fully on line, they may make a dues increase unnecessary.

Vote: 1 Approve 6 Against

Discussion on the dues continued. Schoppe suggested we look at the budget and see if we need to do an increase and propose it at the 1999 General membership meeting. Rich Gibbs suggested perhaps we need to cut expenses other ways. Paula Liska reported that other groups have used a silent auction to raise cash and they have done very well.

Resolved: A letter be written by the new President to all chapters and divisions presenting the issues relating to the possibility of a dues increase and requesting that chapters and divisions discuss this matter and provide the Board with feedback. We should allow a maximum time of 6 months for any replies.

Motion: by Vasilow

Second by Schoening

Vote: 6 Approve 1 Against

Mac Blair reminded board members that the judges handbook needed to be revised, and republished during the 1998-99 fiscal year as well as distributed to the membership prior to the 1999 BCA National Meet.

1998 BCA National Meet Chairman David Buckman and his wife Frimma arrive at this time. On behalf of the BCA membership, President Eichelberger thanked Dave, Frimma and the rest of the Minuteman Chapter members for the fantastic job they did of hosting this year's National. President Eichelberger offered the floor to David, who then addressed the board.

6: The BCA Foundation Report.

BCA Foundation President Anderson has the paper work in place for "Sustaining" memberships. Bury commented he does not like the part where all members of the

BCA are members of the Foundation. He feels there needs to be a newsletter article on this.

Anderson noted we do have some cash donations and materials. Problems associated with the handling and storage of donations of material are in the process of being solved.

The subject of membership in the Foundation was discussed. It is felt that everything needs to be very clear and concise and we need good communication between the BCA and the Foundation. This will be studied over the next months.

7: The Editor's Report:

The subcommittee consisting of Mac Blair, Terry Dunham and Larry Gustin is continuing to research the matter of the 1917, 1918 Buicks.

8: Technical Advisors:

Bill Schoening reports that this project is under way. A presentation was given at the General Membership meeting and there were a number of responses. Forms are available for those who would like to be Tech Advisors. These are being entered in a data base and more plans on this will be developed over the next months. An article will be done for the Bugle as well as the web page. The program is started and it will take some time to get a list finished for publication.

9. Correspondence:

Anderson asked that the production of the commemorative 95th Anniversary Buick trucks by the Winross Company be approved.

Resolved: To produce and sell 600 Winross trucks commemorating the 95th anniversary of Buick.

Motion by Schoppe

Second by DeGroff

Discussion: Bury objects to this and does not like it. Ron displayed a sample and notes that Fingerlakes did a truck some years ago and they all sold quickly. They are now selling for prices significantly higher than the original sale price. Ron also mentioned that Winross trucks have a sizeable following of collectors who will probably purchase these trucks. Others in the audience echoed this opinion.

Vote: 5 Approve, 1 Against, 1 abstain

10. Office Report:

There was no office report at this time. Val stated that there was no office report at this time because of the following: In the request for the agenda items for the July Board meeting, President Eichelberger asked to have all items submitted for inclusion on the agenda for the July 12 Board meeting, in his hands, in final form, by 5:00PM Friday June 10. He suggested that the June 98 figures for the Treasurer's report, Office Manager's, and Editor's report, be differed to the following Board meeting.

President Eichelberger thanked all board members and audience members and turned the chair over to Nominating Committee Chairman Terry Dunham.

Transition to 1998-99 Board

The 1997-98 board retired and the 1998-99 board was seated. Board members Dick Bury, Carol Derbin and Terry Dunham retired at this time.

Terry introduced incoming Board members, Ken Liska, Rich Gibbs, and Jack Jones and the 1998-99 board consisting of Bill Anderson, Ron DeGroff, Al Eichelberger, Rich Gibbs, Jack Jones, Ken Liska, Bill Schoening, Dick Schoppe and Roberta Vasilow was seated.

1. Selection of new officers for Fiscal year 1998-99. Nominating Committee Chairman Dunham conducted the election of officers for the 1998-99 fiscal year.

The following officers will guide the club for the FY 1998-99

President Roberta Vasilow
Vice President Ken Liska
Secretary Ron DeGroff
Treasurer Bill Anderson

President Vasilow stated the goals for the board for this next year. She wants the board to work together. President Vasilow wants to develop new ways to improve the cash flow. In addition, she would like board members to arrive at the meetings prepared; and, plan on ending the meetings early enough to go to dinner and socialize with each other.

2. **Resolved:** To approve the Southern Arizona Chapter Logo.

Motion by Eichelberger

Second by Anderson

Vote: 8 Approve 0 Against

3. **Resolved:** To approve the Boom chapter trophy.
 Motion by Anderson
 Second by Eichelberger
 Vote: 8 Approve 0 Against
 It is noted that is a to be a long term trophy

4. Newsletter award committee for the next year.
 Rich Gibbs
 Dick Schoppe
 Ken Liska
 Roberta Vasilow
 Ron DeGroff

5. Insurance
 We do have a binder and the insurance will go into effect August 1 1998.

6. The next meeting after the October meeting will be February 21 in Orlando, Florida, hosted by the Buick Driving Enthusiasts Division.

7. Bill Anderson and Val are looking at the Roster and seeing what can be changed.

8. Val will send out new phone number and address sheets for the Board members.

9. The Empire State Chapter
 They are asking to be reinstated
 They appear to have some 12 members, but this needs to be checked.
 We need more information before this can be discussed. This is tabled until later.
 Rich Gibbs asked if there are any "New Board Member Information Packets".
 DeGroff noted he should have something for the next meeting.

10. President Vasilow noted that funds had been allocated for both office manager and editor travel. Thus, both are invited to attend the October 3 board meeting, hosted by the Finger Lakes Chapter. Office Manger Ingram stated that she would discuss the matter further with President Vasilow at a later time. Editor Koch indicated that his schedule may not permit travel at that time, but he will also discuss this issue with President Vasilow later.

11. Vice President Ken Liska asked that all the Board please stay friendly.

12 Meeting adjourned at 1:35 PM

Respectfully submitted
 Bill Schoening Secretary 1997-98

Appendix 1

Buick Club of America

STANDARD OPERATING PROCEDURES

PROCEDURE NO. 18

Subject **Hosting a BCA Board of Directors Meeting**

Authorization Approved by the Board of Directors July 12, 1998

Procedure This SOP provides requirements and guidance for chapters desiring to host a meeting of BCA Board of Directors. *Requirements* specify those items which are mandatory and *guidance* describes those features which experience has proven beneficial to a successful meeting.

Requirements

1. Chapters desiring to host a meeting shall send a written invitation to the Board stating at least three available dates (or general time periods) for a future meeting.
2. The Board of Directors will accept or reject the invitation. If accepted, the desired date will be specified and authorization provided so that the Chapter may proceed to make the necessary arrangements.
3. Provide the BCA Office a package describing all details at least 60 days prior to the proposed meeting date.
4. Provide each member of the Board a personal invitation at least 30 days in advance of the meeting date. This invitation shall include:
 - a. Meeting date
 - b. Name of hotel where the meeting will be held including address, phone number, and room rate Also, indicate if a courtesy van is available from the airport
 - c. Travel directions from the airport to the host hotel including the appropriate freeway exit
 - d. Information on other local travel arrangements, e.g., courtesy cars by local chapter
 - e. Starting time for the meeting and if breakfast (continental, etc.) will be provided
 - f. Meal arrangements
 - g. Ancillary events planned, if any

5

5. Meeting room must be available for the Board's use from 8:00 a.m. to 10:00 p.m.

6. The Board table must be arranged in a modified "U" or "V" so that Board members may see each other while engaged in discussion as well as the audience.

Guidance

1. The meeting room should be large enough to comfortably accommodate all who attend. Experience suggests that the Chapter should plan on between 50 and 100. However, it is suggested that the Chapter provide some means to determine how many they will need to plan for by registration or other means.

2. To simplify travel and related complications, the meeting should be held in the "host" hotel where most attending will stay.

3. Aside from the mandatory arrangement for the Board table, the rest of the room should be arranged theater style with center and side aisles to facilitate exit.

4. At least two exits from the meeting room should exist.

5. A good sound system with sufficient microphones to pick-up the voices of each Board member and one or two floor microphones is desirable.

6. Each Board member should be provided with a water glass with pitchers available for re-supply.

7. Juice, coffee (regular and decaf), and tea would be appreciated for the morning and soft drinks, coffee (regular and decaf), and tea in the afternoon.

8. Any pre- or post-meeting activity which the Chapter wishes to arrange is at the discretion of the Chapter. However, appropriate arrangements must be made to easily accommodate all who will attend — meeting rooms should be of adequate size; if transportation is involved, make sure there are enough rides; etc.

9. To encourage participation, select host hotels with modest pricing, i.e., less than \$75/person/night or arrange for out-of-town persons to stay in the homes of Chapter members.